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Kitty Hawk Corporation*

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

WAYMO LLC,

Plaintiff,

v.

UBER TECHNOLOGIES, INC.,
OTTOMOTTO LLC, OTTO TRUCKING
LLC,

Defendants.

)
) CASE NO. 3:17-cv-00939 WHA
)
) **DECLARATION OF SERGE A.**
) **VORONOV IN SUPPORT OF SEALING**
) **CONFIDENTIAL INFORMATION IN**
) **DOCUMENTS REFERENCED IN**
) **PLAINTIFF WAYMO'S**
) **COMPREHENSIVE ADMINISTRATIVE**
) **MOTION TO FILE UNDER SEAL (DKT.**
) **2664) AND DEFENDANT UBER'S**
) **COMPREHENSIVE ADMINISTRATIVE**
) **MOTION TO FILE UNDER SEAL (DKT.**
) **2663)**
)

I, Serge A. Voronov, declare as follows:

1. I am an attorney licensed to practice in the State of California and am admitted to practice before this Court. I am an associate at the law firm Davis Polk & Wardwell LLP, counsel for nonparty Kitty Hawk Corporation ("Kitty Hawk"). I have personal knowledge of the matters set forth in this declaration, and if called as a witness I would testify competently to those matters.

2. I make this declaration pursuant to Civil Local Rule 79-5(e)(1) in support of sealing confidential information in documents referenced in Plaintiff Waymo's Comprehensive

Administrative Motion to File Under Seal (Dkt. 2664) and Defendant Uber's Comprehensive Administrative Motion to File Under Seal (Dkt. 2663).

3. On Friday, March 9, I was contacted by an attorney from Quinn Emanuel Urquhart & Sullivan, LLP, who indicated that two documents that had previously been filed under seal in this matter may contain confidential Kitty Hawk information: Dkt. 1486-6 (excerpt from 8/22/2017 deposition of Pierre-Yves Droz) and Dkt. 1524-17 (5/3/16 Bijmens Email). I was not previously aware that these two documents contain confidential Kitty Hawk information.

4. These documents were both designated as Highly Confidential—Attorneys' Eyes Only by Waymo. In their comprehensive motions to seal, neither Waymo nor Uber has requested sealing Kitty Hawk's confidential information in these two documents.

5. Portions of these documents contain, reference, and/or describe trade secrets and other confidential and proprietary research, development, commercial, and business information belonging to Kitty Hawk. Specifically, the following portions set forth confidential details regarding corporate strategy, business models, and prototype development and testing:

Sealing Motion Dkt. No. (bold) / Document sought to be sealed (Dkt. No.)	Document Description	Portions sought to be sealed
1486 / 1486-6	Excerpt from 8/22/2017 deposition of Pierre-Yves Droz	End of sentence on 281:18-20 beginning with "Like, at some point he was doing, like"
1524 / 1524-17	5/3/16 Bijmens Email	Two sentences in email from G. Brown dated Mar. 9, 2016 at 1:15 PM between "TL;DR so far:" and "The connection to KittyHawk" End of sentence in email from C. Bailey dated Mar. 8, 2016 at 8:51 PM beginning with "seems somewhat dated (articles online dating back to 2013) but could be relevant"

6. This information was never made public during this litigation. The public disclosure of this information would give Kitty Hawk's competitors and potential competitors access to sensitive information that could be used to Kitty Hawk's disadvantage. I am informed and believe that disclosure would inflict serious and irreparable damage to Kitty Hawk's business.

SIGNATURE ATTESTATION

Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the filing of this document has been obtained from Serge A. Voronov.

/s/ Charles K. Verhoeven

Charles K. Verhoeven